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IN THE UNITED STATES DISTRICT COURT  
 FOR THE NORTHERN DISTRICT OF CALIFORNIA

XIUFANG SITU, JOSEPHINE GUIN,  
 WILLARD ELLIS, KAZIMIERA  
 SOKOLOWSKI, ROSA BEGUN, IRENE  
 CRAM, JO ANN BURBES, VINCENT  
 PERILLO, ED RANDOLPH, CALIFORNIA  
 ALLIANCE FOR RETIRED AMERICANS and  
 ACTION ALLIANCE OF SENIOR CITIZENS,  
 on behalf of themselves and all others similarly  
 situated,  
 Plaintiffs,  
 v.  
 MICHAEL O. LEAVITT,  
 Secretary of Health and Human Services,  
 Defendant.

CIVIL ACTION NO.: C06-02841 TEH

**ORDER GRANTING FINAL APPROVAL  
 OF SETTLEMENT AGREEMENT AND  
 DIRECTING ENTRY OF FINAL  
 JUDGMENT**

**[Fed. R. Civ. Proc. 23(e)]**

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The Court has carefully considered the parties' proposed Settlement Agreement ("Agreement"), filed as Exhibit A to the parties' June 19, 2008 joint Motion for Preliminary Approval of Class Settlement, as well as the supporting papers. A final fairness hearing was held on October 6, 2008.

The Court finds that the Agreement is fair, adequate, and reasonable. It provides meaningful injunctive relief to the Class, including significant and comprehensive changes to the way that low-income Medicare beneficiaries receive the Medicare Part D prescription drug benefit. The Agreement follows a lengthy period of litigation, discovery and negotiation. It is the result of arm's-length negotiations between the parties, supervised by Magistrate Judge Edward M. Chen.

Notice has been given to the Class in the manner directed by the Court, and there have been no objections to the Agreement.

Therefore, IT IS HEREBY ORDERED that:

1. Final approval of the Settlement Agreement is granted.
2. The Court directs entry of Final Judgment, dismissing this action with prejudice, pursuant to the terms of the Agreement and Federal Rule of Civil Procedure 41(a)(1)(ii). The Final Judgment shall incorporate and be subject to the terms of the Settlement Agreement, as set forth in Agreement § V. The Clerk shall enter judgment and close the file.
3. The Court awards attorneys' fees as the parties have jointly recommended in Agreement § XV.1.
4. The Court will retain jurisdiction over this matter for the limited purposes and time period set forth in Agreement § VI.3.

**IT IS SO ORDERED.**

Dated: 10/21/08

THELTON E. HENDERSON  
UNITED STATES DISTRICT COURT

